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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

CELSIUS NETWORK LLC, *et al.*,¹

Debtors.

)
) Chapter 11
)

) Case No. 22-10964 (MG)
)

) (Jointly Administered)
)

**ADDENDUM TO CONFIDENTIALITY AGREEMENT
AND STIPULATED PROTECTIVE ORDER**

This addendum (this “Addendum”) to the *Confidentiality Agreement and Stipulated Protective Order* [Dkt. No. 790] (the “Protective Order”)² is entered into by and among: (a) the debtors and debtors in possession (collectively the “Debtors”) in the above captioned chapter 11 cases (the “Chapter 11 Cases”); (b) the Official Committee of Unsecured Creditors (the “Committee”); and (c) Shoba Pillay, solely in her capacity as the court-appointed examiner in the Chapter 11 Cases (the “Examiner” and with the Debtors and the Committee, the “Parties”).

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Celsius Network LLC (2148); Celsius KeyFi LLC (4414); Celsius Lending LLC (8417); Celsius Mining LLC (1387); Celsius Network Inc. (1219); Celsius Network Limited (8554); Celsius Networks Lending LLC (3390); and Celsius US Holding LLC (7956). The location of Debtor Celsius Network LLC’s principal place of business and the Debtors’ service address in these chapter 11 cases is 121 River Street, PH05, Hoboken, New Jersey 07030.

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Protective Order.

Recitals

WHEREAS, on July 13, 2022, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”);

WHEREAS, on August 18, 2022, William K. Harrington, the United States Trustee for Region 2 (the “US Trustee”) moved for appointment of an examiner pursuant to Section 1104(c) of the Bankruptcy Code [Dkt. No. 546] (the “Examiner Motion”);

WHEREAS, on September 13, 2022, the Court entered the Protective Order;

WHEREAS, on September 14, 2022, the Court entered an order granting the Examiner Motion [Dkt. No. 820];

WHEREAS, on September 29, 2022, the Court approved the United States Trustee’s appointment of Shoba Pillay as the Examiner [Dkt. No. 923];

WHEREAS, the Parties wish to provide, and the Examiner wishes to have access to, documents marked “Confidential” and “Highly Confidential” pursuant to the terms of the Protective Order;

NOW, THEREFORE, IT IS HEREBY STIPULATED, AGREED, AND, UPON COURT APPROVAL HEREOF, IT IS ORDERED that the following terms will supplement and modify the Protective Order and govern requests for and production and handling of Discovery Material:

1. The Parties shall submit this Addendum to the Court for approval. The Examiner shall abide by the terms of this Addendum and the Protective Order even if this Addendum is not entered by the Court for any reason, unless the Court orders otherwise.

2. The Examiner certifies and agrees that she has read and understands, and agrees to be bound by, the terms of the Protective Order.

3. The Examiner shall be a Party to the Protective Order (as defined therein).

4. Paragraphs 11, 12 and 13 of the Protective Order are hereby modified to provide that Confidential and Highly Confidential Discovery Material, and any and all information contained therein, may be produced, given, shown, made available or otherwise communicated to the Examiner and her counsel and advisors in the Chapter 11 Cases.

5. Use of Designated Material in the Examiner's Report: Unless otherwise agreed by the Producing Person, all Designated Material included in the Examiner's Report that disclose Highly Confidential or Confidential Material, shall be filed under seal in accordance with the Federal Rules, the Bankruptcy Rules, and the Local Rules, such as by redacting Designated Material in the Report, and replacing exhibits that constitute Designated Material with a placeholder, and providing unredacted and complete copies of all such submissions to all Parties to this Order, to the United States Trustee, and to the Court; provided, however, that the Designated Material shall become public seven (7) days after the filing of the Examiner's Report unless the Producing Person files an objection with the Court to the unsealing of the Designated Material. If an objection is filed, the Designated Material shall remain under seal until such time as either the Court determines whether the Designated Material shall remain confidential, or the parties reach an agreement on the unsealing of the Designated Material.

6. The provisions of this Addendum constitute an Order of this Court and violations of the provisions of this Addendum are subject to enforcement and the imposition of legal sanctions in the same manner as any other Order of the Court. This Court retains jurisdiction to interpret and enforce this Addendum.

SO STIPULATED:

Dated: October 5, 2022

THE DEBTORS

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Kirkland & Ellis International LLP

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– and –

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THE EXAMINER

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Counsel to the Examiner

SO ORDERED:

Dated: _____, 2022
New York, New York

THE COMMITTEE

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/s/ Gregory F. Pesce

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Counsel to the Official Committee of Unsecured Creditors

THE HONORABLE MARTIN GLENN
CHIEF UNITED STATES BANKRUPTCY JUDGE